

DJJ Transportation Services, Inc.  
*a subsidiary of*  
The David J. Joseph Company

June 2, 1998

RECEIVED  
SURFACE TRANSPORTATION  
BOARD  
JUN 9 1 55 PM '99  
RECORDATION NO. 21461 FILED

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Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

Dear Mr. Williams:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease dated as of March 26, 1998 between the following parties:

Lessor: DJJ Transportation Services, Inc.  
300 Pike Street  
Cincinnati, OH 45202

Lessee: Peoria & Pekin Union Railway  
301 Wesley Road  
Creve Coeur, IL 61611

Please see Exhibit A, attached hereto, for the Equipment involved in this transaction.

Please file this agreement as a primary document. The amount of \$26.00 is included in the enclosed check.

Sincerely,

THE DAVID J. JOSEPH COMPANY

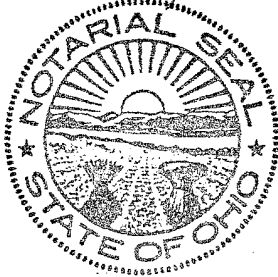
Shelley B. Bacon  
Contract Assistant

Enclosures

**CERTIFICATE**

The undersigned, *Shelley B. Bacon* notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

*Shelley B. Bacon*  
Notary Public



SHELLEY B. BACON  
Notary Public, State of Ohio  
My Commission Expires July 22, 2002

RECORDATION NO. 21461 FILED

MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT

JUN 9 '98

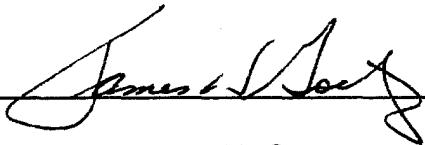
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This MEMORANDUM OF RAILROAD EQUIPMENT LEASE ("Memorandum of Lease") entered into this 26<sup>th</sup> day of March, 1998, is intended to evidence the lease dated as of March 26, 1998 (the "Lease"), between DJJ TRANSPORTATION SERVICES, INC., a Delaware corporation ("Lessor"), and PEORIA AND PEKIN UNION RAILWAY, an Illinois corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the ten (10) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

DJJ TRANSPORTATION SERVICES, INC.

PEORIA AND PEKIN UNION RAILWAY

By: 

By: 

Name: James H. Goetz

Name: PAUL D FELTENSTEIN

Title: Vice President

Title: PRESIDENT

Date: March 26, 1998

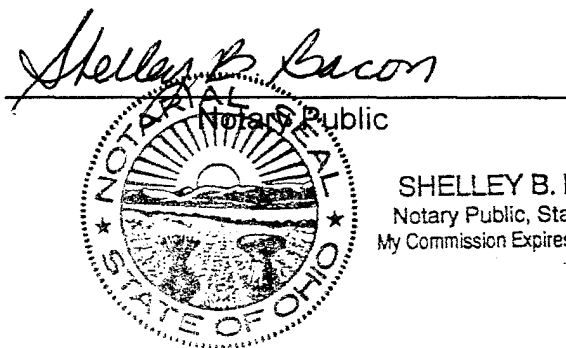
Date: 4/2/98

STATE OF OHIO                    )  
  )  
COUNTY OF HAMILTON )       SS:

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of March, 1998, by James H. Goetz, the Vice President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

My Commission expires:

July 22, 2002



SHELLEY B. BACON  
Notary Public, State of Ohio  
My Commission Expires July 22, 2002

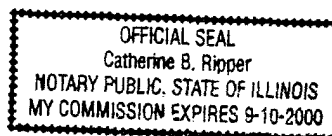
STATE OF Illinois                    )  
  )  
COUNTY OF Tazewell                )       SS:

The foregoing instrument was acknowledged before me this 2nd day of April, 1998, by Paul D. Festerstein the President of Peoria and Pekin Union Railway, an Illinois corporation, on behalf of the corporation.

Catherine B. Ripper  
Notary Public

My Commission expires:

Sept. 10, 2000



## **EXHIBIT A**

To the Memorandum of Lease dated March 26, 1998, between DJJ Transportation Services, Inc. and Peoria and Pekin Union Railway.

### **DESCRIPTION OF UNITS**

Ten (10) railcars bearing reporting marks as follows:

PPU 100000 - 100009